

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

| | | |
|-------------------------------|---|-----------------------------------|
| ----- | X | |
| In re VEECO INSTRUMENTS, INC. | : | Case No.: 7:05-md-01695 (CM)(GAY) |
| SECURITIES LITIGATION | : | |
| ----- | X | |
| ----- | X | |
| THIS DOCUMENT RELATES TO | : | |
| ALL ACTIONS | : | |
| ----- | X | |

**LEAD PLAINTIFF’S NOTICE OF MOTION AND UNOPPOSED MOTION FOR
ORDER OF PRELIMINARY APPROVAL OF SETTLEMENT**

PLEASE TAKE NOTICE that, upon the papers to be filed with the Court, Lead Plaintiff, by its counsel Berger & Montague, P.C., will move the Court, before the Honorable Colleen McMahon, United States District Judge, at a date and time determined by the Court, for entry of an Order granting preliminary approval of the proposed settlement on the terms and conditions reflected in a Stipulation and Agreement of Settlement, dated August 16, 2007 (the “Stipulation”).¹

PLEASE TAKE FURTHER NOTICE that, Lead Plaintiff will rely upon the Stipulation of Settlement and the Memorandum of Law in Support of Preliminary Approval of the Settlement, filed herewith.

A Proposed Form of Order is submitted herewith, Granting Preliminary Approval to the Class Settlement that will provide, among other things, for the following:

1. preliminary approval of the terms of the settlement;
2. approval of the notice of the proposed settlement to be mailed to the Class members;
3. approval of the notice of the proposed settlement to be published;
4. approval of the Proof of Claim and Release forms; and

¹ Capitalized terms used herein are defined in the Stipulation.

5. the scheduling of a hearing to consider the final approval of the Settlement, any applications by Plaintiffs' Counsel for fees and expenses, and any award to the class representative.

Dated: August 16, 2007

BERGER & MONTAGUE, P.C.

By: /s/ Phyllis M. Parker
Sherrie R. Savett
Carole A. Broderick
Arthur Stock
Phyllis M. Parker
Jeffrey L. Osterwise
1622 Locust Street
Philadelphia, PA 19103
(215) 875-3000

*Counsel for Lead Plaintiff
Steelworkers Pension Trust and the Class*

Notice of Motion.wpd